Constr. Co. v. *Bethlehem & N. Pass. R. Co.*, 204 Pa. 22, 53 Atl. 533; *Am. Copying Co.* v. *Eureka Bazaar*, 20 S. D. 526, 108 N. W. 15, 9 L. R. A. (N. S.) 1176.

CORPORATIONS.—INDEPENDENT ACTION OF GENERAL MANAGER.—The general manager of a corporation, without any corporate meeting having been held, engaged a physician to attend an injured employee. Subsequently, he personally interviewed more than a majority of the directors concerning the matter and none of them expressed any dissent to his action. *Held*, in the physician's suit for fees, that, in view of the ratification and the fact that the company had adopted a policy of permitting the general manager to transact routine business, it was estopped to deny liability. *Indiana Die-Casting Development Co.* v. *Newcomb*, (Ind. 1915), 111 N. E. 16.

The court in arriving at its decision, took into consideration and carefully emphasized the fact that there was a ratification of the act of the general manager. Since, however, it is a general rule that no corporate action is valid and binding, unless authorized and sanctioned by the board of directors duly assembled as a deliberative body, it is obviously an indisputable fact that the personal and individual assent of the majority of the directors was no more effectual as a ratification than it would have been as an authorization prior to the act. *Western Land Ass'n.* v. *Ready*, 24 Minn. 350; *Appeal of Crum*, 66 Pa. St. (16 P. F. Smith) 474. Furthermore, the intangible services of a physician cannot be re-delivered to him; so there was no "acceptance and retention" of benefits, in the proper sense of those words. *Waynesville Nat'l Bank* v. *Irons*, 8 Fed. 1; *Rockford, R. I. & St. L. R. Co.* v. *Shunick*, 65 Ill. 223; *Marbourg* v. *Lloyd, Son & Co.*, 21 Kan. 545; *Patten* v. *Moses*, 49 Me. 255; *Millbank* v. *DeRiesthal*, 82 Hun. 537, 31 N. Y. Supp. 522, 64 N. Y. St. Rep. 616; *Tyrell* v. *Cairo & St. L. B. Co.*, 7 Mo. App. 294. It seems that the case might well have been disposed of without any reference to the doctrine of ratification; for there is a growing tendency on the part of the courts to subject corporations to liability in cases similar to this one, either because of an implied authority recognized as existing in the general manager, or because of inferences naturally arising out of past conduct. *Bank* v. *Rutland R. Co.*, 30 Vt. 159; *Winsor* v. *Lafayette Co. Bank*, 18 Mo. App. 665; *Fifth Ward Sav. Bank* v. *First Nat'l Bank*, 48 N. J. L. (19 Vroom) 513, 7 Atl. 318; *Union Gold-Mining Co.* v. *Rocky Mt. Nat'l Bank*, 2 Colo. 248; *Stokes* v. *N. J. Pottery Co.*, 46 N. J. L. 237; *Martin* v. *Webb*, 110 U. S. 71, 3 Sup. Ct. 428, 28 L. Ed. 49; *Commer. Mut. Mar. Ins.* v. *Union Mut. Ins. Co.*, 19 How. 318, 15 L. Ed. 636; *Mining Co.* v. *Anglo-California Bank*, 104 U. S. 192, 26 L. Ed. 707; TAYLOR, CORP., §§ 202, 236, 237; 11 MICH. LAW REV. 403; 17 HARV. LAW REV. 133. The following cases, however, are directly in accord with the principal case as concerns the necessity for a ratification. *Great Western R. R. Supply Co.* v. *Bowman*, 17 Ill. App. 353; *Fister* v. *LaRue*, 15 Barb. (N. Y.) 323.

CORPORATIONS.—LIABILITY FOR TORT INVOLVING MALICE.—Defendant Crane was the defendant corporation's district agent having general charge of its business in the state of Iowa. The plaintiff was a local agent. Crane, in or-

der to get the plaintiff discharged, charged him with being short in his accounts with the company, which was untrue. The plaintiff admitted having funds of the corporation in his possession, but maintained that he could hold them until the defendant corporation paid the debt it owed him. The corporation told Crane to consult their attorney and be guided by his advice. The plaintiff was arrested and acquitted of the charges. He then brought suit against Crane and the corporation alleging malicious prosecution. *Held,* that the malice of Crane was to be imputed to the corporation because he was acting with the consent of the corporation in regard to the suit and he was, in bringing the suit, acting within the scope of his authority. *White* v. *Internat'l Text Book Co., et al,* (Iowa, 1915) 155 N. W. 298.

Under the common law a corporation was not liable for its torts. *Orr* v. *U. S. Bank,* 1 Oh. 36. But this doctrine was soon limited to public and charitable corporations. The exemption from liability of corporations for their torts was gradually cut down until today we see them liable for nearly every kind of tort. In order to arrive at this doctrine it was necessary for the courts to cast aside the doctrine that corporations are not liable for ultra vires acts that amounted to torts. *Ill. Cent. R. R. Co.* v. *Reid,* 37 Ill. 486; *W. Va. Transp. Co.* v. *Standard Oil Co.,* 50 W. Va. 611, 40 S. E. 591, 7 R. C. L. 683. The principal case decides that the corporation is liable for the malicious prosecution of a person by its agent. It held that the agent was acting in the capacity of agent by doing the act and that the corporation gave him authority to do the particular act on advice of their attorney. In *Wright* v. *Wilcox,* 19 Wend. 343 it was held that malice of an agent of a corporation could not be imputed to the employer. This doctrine was supported by *Childs* v. *Bank,* 17 Mo. 213. These cases show the early view, but such is not the law today; in a recent Michigan case the court said, "the doctrine that an action will not lie against a corporation for a tort is exploded. The same rule applies to corporations as to individuals. They are equally responsible for injuries done in the course of their business by their servants." *Wachsmith* v. *Bank,* 96 Mich. 426. It has also been held that "The rule is that an employer is not liable for a wilful injury done by an employee though done while in course of his employment, unless the employee's purpose was to serve his employer by the wilful act." *Nesbitt* v. *R. R. Co.,* 163 Ia. 39; *Jordan* v. *Ala R. R. Co.,* 74 Ala. 85; *Maynard* v. *Fireman's Fund Ins. Co.,* 34 Calif. 48; *Goodspeed* v. *East Haddem Bank,* 22 Conn. 530; *Wheeler Co.* v. *Boyce,* 36 Kans. 530; *Carter* v. *Howe Mach. Co.,* 51 Md. 290; *Reid* v. *Home Sav. Bank,* 130 Mass. 443; *Aldrich* v. *Press Printing Co.,* 9 Minn. 133; *Vance* v. *Erie R. R. Co.,* 32 N. J. L. 334; *Gillett* v. *Mo. Valley R. R. Co.,* 55 Mo. 315; *Rivers* v. *Yazoo R. R. Co.* 90 Miss. 196; *Bishop* v. *Readsboro Chair Co.,* 85 Vt. 141; *Pa. R. R. Co.* v. *Weddle,* 100 Ind. 138.

CRIMINAL LAW.—VENUE IN CASES OF FALSE PRETENSES BY TELEPHONE.—The Criminal Code of March 4, 1909, ch. 321, §32 (35 Stat. at L. 1095, Comp. Stat. 1913, §10,196), makes it a punishable offense to "falsely assume or pretend to be an officer or employe acting under the authority of the United States," with intent to defraud. Where the defendant was indicted